Exhibit C

Part 2 of 4

YAHOO! MAIL
Classic

presentation   Sunday, March 10, 2002 8:11 AM
From: "David Hench" <d_hench@pacbell.net>
   To: "Matt O'Mallory" <mtoski@yahoo.com>

Dear Matt,

Received your phone call. I have not been able to work on the simulation
much since the last submission. I am starting again and have a lot of detail
to finish, fairly independent of the look and feel.

We should be able to get going quickly and finish when you get back. Should
be just normal presentation development at that point instead of Visual
Basic simulations.

Sincerely,
Dave

YAHOO! MAIL
Classic

update	Wednesday, March 13, 2002 12:10 AM
From: "Matt O'Malley" <mtoski@yahoo.com>	
To: "Kenneth S. Gold" <kgold@linkline.com>	

Ken,

I haven't heard from you in a while - did you make
your IRIS deadline?

I am currently in Salt Lake City helping produce the
Paralympic Games for A&E.   You might check it out
each night at 6 pm on A&E.   Each day we start at 9 am
with 3 different venues (hockey, cross country skiing,
and alpine skiing), shoot until 10 pm and then edit
the show by 5 am (you would normally allow a week for
the editing alone). Next we have to drive the
finished tape, including graphics and completed
voice-over, 40 minutes to have it satellited by 6 am
each day.   So, I been quite busy, but I hope to back
next Monday.

Later,
Matt

YAHOO! MAIL
Classic

My status 03-16-02   Saturday, March 16, 2002 12:54 PM
From: "Kenneth S. Gold" <kgold@linkline.com>
   To: "Matt O'Malley" <mtoski@yahoo.com>

Matt,

I've been so busy, I didn't check e-mail this week, so I just got your
message.

Guess what! The February 22nd data came and went. Instead of Iris
having their product, management finally acknowledged that there were
underlying technical problems with some of the critical elements. So,
now, we're in a mad rush to understand the problems and create
solutions. I'm working more than ever. Maybe another 3 weeks of wildly
intense effort? I hope that's all.

I hope you weren't too rebuffed by my last comment last time we talked:
"it sounds like a sales brochure." I've thought about it, and although
I think I'm right as far as the patent goes, it wasn't very nice the way
I said it. Donna and I had just had a fight when we talked, so I was in
a really great frame of mind.

In the mean time, I'm glad you're busy.

We'll talk.

Ken

YAHOO! MAIL
Classic

Touching Base	Monday, March 18, 2002 1:48 PM

From: "Jebb Dykstra" <jebb@techsectorlaw.com>

To: "Matt O'Malley" <mtoski@yahoo.com>

Matt,

Are you back yet? How're you doing? Are you still alive? Let me know when you are ready to touch base again.

Jebb Dykstra
Technology Sector Law

YAHOO! MAIL
Classic

| sounds good | Monday, March 18, 2002 4:27 PM |

From: "Matt O'Malley" <mtoski@yahoo.com>
    To: "Jebb Dykstra" <jebb@techsectorlaw.com>

sounds good - talk to you tomorrow am.
Jebb Dykstra <jebb@techsectorlaw.com> wrote:

> Matt,
> Good news -- I am glad you're back. Bad news -- I am sorry you have back problems to deal with.
> That really is painful.
>
> Let's talk tomorrow morning around 9 or 10 AM. Let's discuss the filings to register the corporation
> Telabout. This is a fun first step.
>
> Jebb Dykstra
> Technology Sector Law
>
> > ------ Original Message ------
> > **From:** Matt O'Malley
> > **To:** Jebb Dykstra
> > **Sent:** Monday, March 18, 2002 4:13 PM
> > **Subject:** Re: Touching Base
> >
> > Jebb,
> > Yes, I am back. Unfortunately, I am having problems with a disc in my back and I am now wearing
> > a brace, but I don't foresee this slowing anything down. I will be seeing a doctor tonight and
> > hopefully getting a prescription.
> > Matt
> > > **Jebb Dykstra <jebb@techsectorlaw.com>** wrote:
> > >
> > > > Matt,
> > > > Are you back yet? How're you doing? Are you still alive? Let me know when you are ready
> > > > to touch base again.
> > > >
> > > > Jebb Dykstra
> > > > Technology Sector Law
> > >
> > > **Do You Yahoo!?**
> > > Yahoo! Sports - live college hoops coverage

Do You Yahoo!?
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YAHOO! MAIL
Classic

Re: Touching Base	Tuesday, March 19, 2002 1:17 AM
From: "Matt O'Malley" <mtoski@yahoo.com>	
To: "Jebb Dykstra" <jebb@techsectorlaw.com>	

Jebb,
Let's make it alittle after 10 am - the doctor prescribed some good meds.
Matt

Jebb Dykstra <jebb@techsectorlaw.com> wrote:

> Matt,
> Good news -- I am glad you're back. Bad news -- I am sorry you have back problems to deal with.
> That really is painful.
>
> Let's talk tomorrow morning around 9 or 10 AM. Let's discuss the filings to register the corporation
> Telabout. This is a fun first step.
>
> Jebb Dykstra
> Technology Sector Law
>
> > ----- Original Message -----
> > **From:** Matt O'Malley
> > **To:** Jebb Dykstra
> > **Sent:** Monday, March 18, 2002 4:13 PM
> > **Subject:** Re: Touching Base
> >
> > Jebb,
> > Yes, I am back. Unfortunately, I am having problems with a disc in my back and I am now wearing
> > a brace, but I don't foresee this slowing anything down. I will be seeing a doctor tonight and
> > hopefully getting a prescription.
> > Matt
> >
> > **Jebb Dykstra <jebb@techsectorlaw.com> wrote:**
> >
> > > Matt,
> > > Are you back yet? How're you doing? Are you still alive? Let me know when you are ready
> > > to touch base again.
> > >
> > > Jebb Dykstra
> > > Technology Sector Law
> >
> > **Do You Yahoo!?**
> > Yahoo! Sports - live college hoops coverage

Do You Yahoo!?
Yahoo! Sports - live college hoops coverage

YAHOO! MAIL
Classic

Haven't heard from you	Tuesday, March 19, 2002 8:42 AM
From: "David Hench" <d_hench@pacbell.net>	
To: "Matt O'Mallory" <mtoski@yahoo.com>	

Dear Matt,

Are you back? I am gridding this demonstration out, but it is taking some
time.

Sincerely,
Dave

YAHOO! MAIL
Classic

RE: Potential Patent Work   Tuesday, March 19, 2002 3:48 PM

From: "Chen, Tom" <tchen@skjerven.com>
  To: "Matt O'Malley" <mtoski@yahoo.com>

Hi Matt,

Sounds good. I'll see you around 2.

Regards,
Tom

> -----Original Message-----
> **From:** Matt O'Malley [mailto:mtoski@yahoo.com]
> **Sent:** Tuesday, March 19, 2002 3:41 PM
> **To:** Chen, Tom
> **Subject:** RE: Potential Patent Work
>
> Tom,
> I will be coming from a conference in Santa Monica which ends at 1 pm, but I should have plenty
> of time to be at your office tomorrow by 2 pm.
> Matt
>   **"Chen, Tom" <tchen@skjerven.com>** wrote:
>
>   Hi Matt,
>
>   We're set for 2 p.m., March 20. I received the conflicts report back; no
>   conflicts. See you on the 20th.
>
>   Regards,
>   Tom
>
>   -----Original Message-----
>   From: Matt O'Malley [mailto:mtoski@yahoo.com]
>   Sent: Thursday, March 07, 2002 11:04 PM
>   To: Chen, Tom
>   Subject: RE: Potential Patent Work
>
>
>   Dear Tom,
>
>   How about 2 pm, March 20th. Let me know if there are
>   any conflicts.
>
>   Thanks,
>   Matt O'Malley
>
>   --- "Chen, Tom" wrote:
>   > Hi Matt,
>   >
>   > March 20, any time in the afternoon would be fine
>   > with me. I doubt very

> much that any conflicts will pop up; however, if one
> does, I will let you
> know ASAP. You can visit our web-site for
> directions to the office, which
> is at 610 Newport Center Drive, Suite 300, Newport
> Beach, CA. It is in
> Fashion Island, if you are familiar with this area.
> When you can, please
> call or e-mail to confirm. Thanks.
>
> Regards,
> Tom
>
> -------Original Message-------
> From: Matt O'Malley [mailto:mtoski@yahoo.com]
> Sent: Wednesday, March 06, 2002 11:17 PM
> To: Chen, Tom
> Subject: RE: Potential Patent Work
>
>
>
> Dear Tom,
>
>
> We are incorporating this week in California as
> TelAbout, Inc. and there are
> no former names for the company or our service. Our
> address is 17326
> Gilmore Street, Lake Balboa, CA 91406 (near
> Encino) (818) 344-1000.
>
>
> The product/service involves a unique method of
> providing wireless
> information employing 802.11b RF standards. With
> TelAbout the Internet
> provides the network to update information, not the
> interface to the
> information. I mention this to differentiate
> TelAbout from many companies
> developing "wireless web" applications, devices, and
> services. To my
> knowledge no one is approaching wireless information
> similar to TelAbout.
> Indirect competitors would be JVC's Audio Guide,
> Pronto, Tellme Networks,
> some Bluetooth applications, and the cellular
> industry as a whole.
>
>
> How would Wednesday, March 20th, some time after
> lunch work for you? I will
> be coming from Lake Balboa / Encino. I must

> apologize in advance, as it
> will be difficult to get to my e-mail for the next
> 10 days.
>
>
> Matt
>
>
> "Chen, Tom" wrote:
>
>
> Hi Matt,
>
> I would be happy to meet with you any time after
> March 20. I would suggest
> sooner than later so that we can discuss and
> identify any time-critical
> issues. Please let me know a convenient day and
> time for you.
>
> Also, I don't think that Peter has done a conflicts
> check yet. Peter is out
> of the office until the end of the week. So, to
> expedite the process,
> please provide me the full name of your company
> (along with any former
> names), your competitors, and your company's address
> and contact
> information.
>
> Please contact me if you have any questions.
> Thanks, and I look forward to
> meeting with you.
>
> Regards,
> Tom
>
> Tom Chen
> Skjerven Morrill MacPherson LLP
> 610 Newport Center Drive, Suite 300
> Newport Beach, CA 92660
> tchen@skjerven.com
> ph: (949) 718-5213 fax: (949) 718-6799
> www.skjerven.com
>
> -----Original Message-----
> From: Matt O'Malley [mailto:mtoski@yahoo.com]
> Sent: Wednesday, March 06, 2002 1:49 AM
> To: Tom Chen
> Cc: Peter Kang; Philip Woo
> Subject: RE: Potential Patent Work
>
>

>
> Dear Mr. Chen,
>
>
> I received your name from Peter Kang through the
> e-mail below. I am in the
> early development stage of creating a wireless
> information applicance and
> end-to-end information delivery system. We have a
> written abstract,
> technical drawings, and we are currently developing
> a working demo.
>
>
> I am headed to Salt Lake City tomorrow for the next
> 11 days to help cover
> the Paralympic Games. I was hoping we could meet
> when I get back, some time
> after the March 20th.
>
>
> Sincerely,
> Matt O'Malley
> (818) 344-1000
>
>
> "Kang, Peter" wrote:
>
>
> > Hi Matt (again) -
> >
> > The e-mail I just sent you got chopped up somehow
> by our computer
> > system, so it was missing some text from the
> middle and end. My partner
> > Tom Chen noticed and alerted me, so I am
> re-sending the complete e-mail to
> > you.
> >
> > It was great talking with you last week. I hope we
> can work
> > together on TelAbout's intellectual property and
> legal issues.
> >
> > I have compiled a list of sample patents which
> were written by
> > attorneys here, where the technology involves both
> electrical
> > system/hardware or software/user interfaces. You
> can access full text
> > copies of the patents through the U.S. PTO's
> website at
> > http://www.uspto.gov/ (you probably already know

> how to use the PTO
> > website's search functions, but if you need any
> help, please let me know).
> >
> > I got sample patents from two of my partners, Phil
> Woo (who is head
> > of our patent practice here in our San Francisco
> office and works a lot
> > with our Newport Beach office) and Tom Chen (who
> is a patent partner in
> > our Newport Beach office). Both Phil and Tom are
> experienced patent
> > attorneys who work with our electrical engineering
> clients.
> >
> > You can get more info about Tom and Phil's
> backgrounds through our
> > website at www.skjerven.com.
> >
> > Tom's sample patents are:
> >
> > U.S. Patent No. 6,263,128 directed to wavelength
> division
> > multiplexing and optical couplers, which he wrote
> for our client
> > WaveSplitter;
> > U.S. Patent No. 6,288,937 directed to PLDs and
> routing, which he
> > wrote for our client Lattice;
> > U.S. Patent No. 6,127,863 directed to digital
> circuit design, which
> > he wrote for our client Cisco; and
> > U.S. Patent No. 5,991,531 directed to
> microprocessors, which he
> > wrote for our client Samsung.
> >
> > In addition to these patents which Tom wrote, I am
> also including a
>
=== message truncated ===

Do You Yahoo!?
Try FREE Yahoo! Mail - the world's greatest free email!
http://mail.yahoo.com/

****

product doctrine, and may be subject to a protective order. As such, this message is privileged and confidential. If the reader of this message is not the intended recipient or an agent responsible for delivering it to the intended recipient, you are hereby notified that you have received this message in error and that any review, dissemination, distribution, or copying of this message is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone and e-mail and destroy any and all copies of this message in your possession (whether hard copies or electronically stored copies).
****

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YAHOO! MAIL
Classic

Re: Fwd: LARTA?	Tuesday, March 19, 2002 4:06 PM

From: "Matt O'Malley" <mtoski@yahoo.com>
To: Connect2KK@aol.com

Dear Kimberly,
I just got back from Salt Lake and I still haven't decided whether I will have time for LARTA tomorrow or not. I forwarded your message to Wayne Stovall who is a friend of mine at swayne@earthlink.net. As of last night, he does not plan to attend tomorrow's session.
Matt O'Malley

> **Connect2KK@aol.com** wrote:

> PS Can you help with this?
>
> Am also trying to reach one other guy from our group at LARTA. A younger guy (about your age I think) who sat next to you during the session (and between me and you during the break out); his business was to use "Hollywood technology" to support small business training and communications.
>
> Do you remember his name? Still have his card? Can't seem to locate anyone's cards from that day, including yours, so thanks again for keeping in touch via email.
>
> Thanks in advance for any assistance you might lend in tracking him down. Still hoping to reconnect next week or soon.
>
> Kimberly King
> > ATTACHMENT part 2 message/rfc822 From: Connect2KK@aol.com
> Date: Sat, 16 Mar 2002 12:15:19 EST
> Subject: LARTA?
> To: mtoski@yahoo.com
>
> Hi Matt,
>
> Are you planning to attend the next LARTA University Workshop next Wednesday? Was wondering if I would see you there?
>
> Kimberly King
> King & Associates
> 310-827-0363
> connect2kk@aol.com

Do You Yahoo!?
Yahoo! Sports - live college hoops coverage

YAHOO! MAIL
Classic

RE: Revised Beauregard/TelAbout Agreements   Monday, August 19, 2002 2:53 PM
From: "Matt O'Malley" <mtoski@yahoo.com>
To: "Skaist, Mark L." <MSKAIST@SYCR.com>

Mark,
We certainly try to mark everything as confidential, but I agree with your suggestion that all disclosures should be considered confidential, whether or not they are marked as such. Also, I agree that it is better that we not have to reduce conservations to writing later.
As far as Ken's potential involvement, I hope at a minimum he can introduce us to some board of advisor candidates. Two other possibilities are fund raising and a pilot test agreement with a start-up wireless venture in Hawaii - where he is partially involved (he maybe part owner).
Matt O'Malley
TelAbout, Inc.
(818) 344-1000 ext. 6625
"Skaist, Mark L." wrote:

> Matt, this form looks good (there is some strange formatting which should be
> cleaned up (i.e., quotation marks and apostrophes come out as A and @ on my
> copy)).
>
> One suggested change for your consideration is eliminating the requirement
> that you clearly mark written materials as "Confidential" and reduce oral
> disclosures to writing before they are deemed "Confidential Information."
> In certain cases, this is burdensome and often not complied with . . . which
> causes the information to fall outside of the definition of Confidential
> Information. If you don't think that this is going to be an issue (i.e.,
> you are going to carefully mark everything and you are going to make sure to
> follow up and reduce oral disclosures to writing within 10 days), then I
> think the current wording is fine. If you'd rather this be a little more
> comprehensive (i.e., cover all disclosure regardless of whether or not you
> mark it as "confidential"), then let me know and I can tweak some of the
> wording.
>
> Regards,
>
> Mark Skaist
> Stradling Yocca Carlson & Rauth
> 660 Newport Center Drive, Suite 1600
> Newport Beach, CA 92660
> (949) 725-4117
> (949) 725-4100 (fax)
> mskaist@sycr.com
>
> -----Original Message-----
> From: Matt O'Malley [mailto:mtoski@yahoo.com]
> Sent: Monday, August 19, 2002 8:54 AM
> To: mskaist@sycr.com
> Cc: mhawash@attbi.com
> Subject: RE: Revised Beauregard/TelAbout Agreents

YAHOO! MAIL
Classic

Tonight & Wednesday   Tuesday, March 19, 2002 6:56 PM
From: "Matt O'Malley" <mtoski@yahoo.com>
  To: "Jebb Dykstra" <jebb@techsectorlaw.com>

Jebb,
I am heading to a meeting now at the LA Film school from 7:30 - 11 pm. One of tonight's presenters is the Getty Museum. Tomorrow I will be at LARTA from 8 am - 1 pm, I have a 2 pm meeting in Newport Beach and then I heading over to David's house at 4 pm to work on the TelAbout demo. I will probably be there late - may even get a hotel room and work some on Thursday.
Matt

> **Jebb Dykstra <jebb@techsectorlaw.com> wrote:**
>
> Matt,
> Good news -- I am glad you're back. Bad news -- I am sorry you have back problems to deal with. That really is painful.
>
> Let's talk tomorrow morning around 9 or 10 AM. Let's discuss the filings to register the corporation Telabout. This is a fun first step.
>
> Jebb Dykstra
> Technology Sector Law
>
> > ------ Original Message ------
> > **From:** Matt O'Malley
> > **To:** Jebb Dykstra
> > **Sent:** Monday, March 18, 2002 4:13 PM
> > **Subject:** Re: Touching Base
> >
> > Jebb,
> > Yes, I am back. Unfortunately, I am having problems with a disc in my back and I am now wearing a brace, but I don't foresee this slowing anything down. I will be seeing a doctor tonight and hopefully getting a prescription.
> > Matt
> >
> > > **Jebb Dykstra <jebb@techsectorlaw.com> wrote:**
> > >
> > > Matt,
> > > Are you back yet? How're you doing? Are you still alive? Let me know when you are ready to touch base again.
> > >
> > > Jebb Dykstra
> > > Technology Sector Law
> >
> > **Do You Yahoo!?**
> > Yahoo! Sports - live college hoops coverage

Do You Yahoo!?
Yahoo! Sports - live college hoops coverage

YAHOO! MAIL
Classic

Need Monitor   Wednesday, March 20, 2002 7:38 AM
From: "David Hench" <d_hench@pacbell.net>
  To: "Matt O'Mallory" <mtoski@yahoo.com>

Dear Matt,

Please bring that extra monitor.

Sincerely,
Dave

TelAbout™

Abstract.

TelAbout™ is the trade name of a system that among many things can transceive global, local, and proximity-based information (**PBI**) through a wireless network environment.

Proximity-Based Information (PBI)

PBI is information that has validity and/or value primarily in the immediate physical vicinity where the person seeking the information is located. There are really many types of PBI. Some PBI will usually become less valuable the further away the one travels from a particular location. Consequently, there may be many different sources of PBI in any given environment. Other information might be regional (or even global), but still be of immediate interest in a particular locale or to the seeker's needs. The information might be static or dynamic.

Regional information within a particular environment is called a **(RING)** or **Regional Information within a Network Grid**. There can be a number of RINGs within the environment. A single RING for PBI might range from just a few feet to hundreds of feet, depending upon the type of information and the present situation within that environment. For example, the RING surrounding an object in a museum would probably stretch a few feet around the object where an observer would stand, while the RING for locating that same art object might be the entire museum. The RING for locating the **nearest** restroom in this same museum might be several hundred feet if there was only one floor and one restroom. If on the other hand, there were restrooms located at opposite ends of the museum then there could be two separate RINGs for locating the nearest restroom.

The need for PBI has been ever present in the realm of human existence. Today we get our PBI through many diverse sources. Usually the person who needs the information (the **"seeker"**) must rely upon the immediate presence of appropriate sources of PBI as determined by the provider of the information. These sources could be signs, pamphlets, the product packaging, kiosks, video displays, audio, and other similar devices, or, as in many cases, sales people, docents, guides, and other people made available by the information provider. To be of the most value to the seeker, all of these sources of PBI should be knowledgeable, timely, accurate and in the seeker's native language. What the seeker really needs is the perfect information booth. This booth would be managed by someone who is an expert on everything, is always available to the seeker, and goes wherever the seeker travels. Ideally this expert would promptly provide accurate PBI that is appropriate at each new location. TelAbout intends to be the means to provide this appropriate global, local, and PBI to a seeker in many such environments.

Not all valuable PBI is product related. In some cases, PBI provides convenience, entertainment, or added safety to the seeker, but it also could supply disability assistance or foreign language interpretation. TelAbout provides the means for the transmittal of global, local, and PBI in any appropriate environment according to the goals of the PBI provider and the entertainment, convenience and safety of the PBI seeker.

The TelAbout System – an Overview

The TelAbout system is designed to allow a large flow of information from the provider to a multitude of seekers at any given time. But not information flow is not strictly from the provider to the seeker. The provider can also obtain valuable feedback and marketing data by asking the seeker questions or monitor customer traffic flow patterns. This data returned to the provider from the seeker can be done without disclosing the seeker's personal identity, it can be stored on-site, linked to other sources, tabulated, monitored, and / or made immediately available. At a movie rental business for example, the seeker could register their feedback on a particular movie (1-for outstanding, 2-for better than average, 3- for just okay, and 4-for below avearge). This seeker would then be able to receive back the data as to how other seekers have rated the same movie. If the seeker enjoyed the movie, he/she could also obtain suggestions for other movies from those who had a similar viewpoint.

The PBI that is appropriate and available to any seeker's location is provided both on-demand and continually streaming. Each seeker is free to select the PBI they personally need. The individual seeker choices the global, local, or PBI based upon their present needs, interests, and location. Since TelAbout is not limited to a single channel, seekers have many options in any given location. These options can create a hierarchy that will lead the seeker to their targeted information. In an airport for example, the seeker could learn about the wide variety of ground transportation available locally. From that information, the seeker could then tune to another channel explaining the rent-a-car companies that are relatively nearby. Next, the seeker could tune to information about a specific rental car company within the airport. And last, the seeker could learn where is their rental counter located, the current availability of a specific-sized-car and its current associated rates. In addition, the seeker can store this information within their wireless TelAbout Operating Unit, they can replay this information over as needed, and/or they can work backwards through the hierarchy tree for other rental car company's current information. The prompt availability of global, local, and PBI to meet each individual seeker's needs on their time schedule and pace is the essence of TelAbout.

The TelAbout Subsystems

The TelAbout system has three basic subsystems: the information source subsystem, the distribution subsystem, and the seeker subsystem. Each of these subsystems contains transceivers (the ability to receive and send information) and operates with both hardware and software. The transceiver for the information provider (or the distribution subsystem) would be installed and stationary, while the transceiver for the seeker (or the seeker subsystem) would allow for wireless mobility.

A TelAbout installation could function on a single information source subsystem, a single distribution subsystem and still be organized to work with a seeker subsystem comprised of tens, hundreds, or even thousands of seekers at any given time. On the other hand, a TelAbout installation could have a number of information source subsystems, a distribution subsystem comprised of a number of networked distribution transceivers, while still supplying a seeker population that is expected to be in a continuous state of change.

- **TelAbout Operating-Unit (TO-U).** The seeker-based subsystem element is the **TelAbout Operating-Unit (TO-U).** The TelAbout Operating-Unit is a pager-sized device worn or carried by the seeker that delivers (1) audio and visual outputs of PBI as provided from the distribution subsystem, (2) a means for the seeker to input requests, setup up information profiles, and place commands through the TelAbout Operating-Unit, and (3) a wireless communication means appropriate for communication with the distribution subsystem. Messages read or played on TO-U can be repeated as often as needed, slowed down, rewound, or sped up. These TO-Us can also store the messages and data for later usage.

Some TO-Us will have additional features such as sending your personal information or requesting literature via an e-mail. Some TO-Us will have the ability to setup a seeker's personal interest profile either within the unit menu system itself or through an outside connection such as a USB port and PC based software package. For example, the seeker could create a profile with a specific sports team or stock symbol, so that each time the seeker request the latest sports score or current market price they do not have to wade through all other sports scores or stock prices.

In addition, the seeker could request that the TO-U set off a vibration alert if they are within the proximity of some predetermined information or other TO-U seeker. At a trade show for example, a seeker or an attendee may create a profile list of specific industry topics that they are interested in, such as 'plasma TV screens'. Then the TO-U would vibrate if they were near a booth displaying plasma TV screens and the seeker could play a corresponding message as to whom, what, and where was the booth. This technology could be used for singles at a bar, job seekers at a job fair, or consultants at a trade show.

- **TelAbout Access Point (TAP).** The TelAbout PBI distribution subsystem is a network of wireless-transceivers called the **TelAbout Access Points**, each positioned and spaced appropriately throughout the facility or environment. In function, even if not in implementation, the TAPs are similar to the Access Points of an 802.11 wireless network system. The reception distance or range of the wireless communications between the TAPs and the TelAbout Operating-Unit is dependent upon the environment, but is normally a minimum of a few feet, and a maximum of a few hundreds of feet. The communication range of TAPs is intentionally limited to minimize the proliferation of PBI to regions that would obviously be unnecessary, to help localize the seeker so that appropriate PBI could be presented to her, and to maximize bandwidth availability throughout the TelAbout site. TAPs can distribute PBI using RINGs but they are not the same as RINGs. A TAP could as few as one RING pattern, but it is more likely to have several RINGs depending on the location of the PBI itself and its relation to the seeker.

- **TelAbout Site Server (TSS).** The information source subsystem is called the **TelAbout Site Server**. It is the source of the PBI transmitted by the TAPs and thereby delivered to the seeker's TO-U. The TelAbout Site Server is usually connected to the TAPs through a wired network, but nothing about the TelAbout system demands that these server-to-transceiver links be wired. The TSS is a PC-like subsystem element into which the PBI database is loaded and continually updated since sources of information could be either fixed, slowly changing, or real-time.

- **TelAbout's Creative Agency (TCA).** The majority of the information or content available at any given location can be managed, tracked and updated by **TelAbout's Creative Agency**. This content can be global, local, or PBI and can be updated via the Internet or through an existing wireless network from external sources, such as TelAbout's main production facility or a local creative agency.

  These external sources of PBI create the environment that enables the TelAbout system to be of value to its army of seekers. These external sources could include local workstations connected to only one TSS, or central facility workstations and other servers communicating to the (now remote) TelAbout system sites, and providing real-time updates of various PBI forms needed by a particular class of remote TelAbout systems.

- **TelAbout's Content Management Software (TCMS).** TelAbout's Content Management Software allows each information provider the ability to update their own information or content either on-site or remotely. At a trade show for example, PBI such as product details, upcoming events, or training information can be maintained and updated several ways: (1) it can be maintained entirely by TelAbout's Creative Agency locally or remotely (2) by the venue provider (3) by the event sponsor (4) by the exhibitors or value-added-resellers -VARs (5) by the original-equipment manufacturers – OEMs (6) from TelAbout's Automated Computerized Sensors - TACS, or (7) any combination of the previous six.

  Continuing the trade show example, TelAbout's Creative Agency could acquire, load and maintain the majority of the information for the event, including specific product information at any given trade show booth, and the locator information such as where is nearest cash machine or payphone. TCA could also provide the sports, music, games, weather, entertainment, and local and national news. The venue provider would be able to access and update certain channels through TelAbout's Content Management Software (TCMS), such as any changes to on-site conferences or booth locations. Exhibitors, VARs, and OEMs would be able to update channels that they had reserved for the event with TCMS, either on-site at the show or off-site from their company's headquarters via the Internet. TelAbout's Automated Computerized Sensors (TACS) could be placed on shuttle buses, so trade show attendees would know exactly when and where to catch their bus that will take them to their hotel. So rather than these attendees spending time on the sidewalk waiting, these seekers are now in the exhibitor's booths with full knowledge that their hotel shuttle bus is still 40 minutes away.

In addition to the above information, TelAbout can also provide emergency exit information, for example, in case of a fire or necessary evacuation; disability assistance such as elevator locations or ramps; foreign language assistance; training information that could be stored within the TO-U; and this information is available 24 hours a day to each on-site seeker, such as an attendee, exhibitor, manufacturing representative, event coordinator, seminar speaker, conference audience member, trade press, on-site store or restaurant owner, bus driver, or on-site employee. This information can be kept up-to-date locally or remotely utilizing TCMS.

Thoughts (not part of the above description)

Menus and some messages are already downloaded when a seeker enters any new environment. This reduces their seek times and information delays. It also provides a visual for the seeker to search the local database of available information. For example, rather than spin through a list of channels by their letter and number pairing only, a seeker could also see the corresponding information unique to that channel – at each environment. At trade show the seeker might see a list of trade show exhibitors, but at music store it may be a list of musical artists.

The TO-U defaults to a first-timer channel (Channel 1-0) the first time a seeker uses the TelAbout system. This channel teaches the seeker how to use their TO-U. Thereafter, the seeker can set their TO-U to default to channel A-0 which is the help menu unique for each new environment the seeker enters.

A USB connection for personal profile setups, reviews, updates, web connects

YAHOO! MAIL
Classic

RE: 02-0322C   Friday, March 22, 2002 7:54 PM

From: "David Hench" <d_hench@pacbell.net>

To: "Matt O'Malley" <mtoski@yahoo.com>

Dear Matt,

I'll implement the changes in the morning. The "Hi" is just a text for modes like "Channel". Text gets replaced.

Sincerely,
Dave

-----Original Message-----
From: Matt O'Malley [mailto:mtoski@yahoo.com]
Sent: Friday, March 22, 2002 4:41 PM
To: David Hench
Subject: Re: 02-0322C

Dave,
See slide 20 in the attached Powerpoint presentation.
The word "hi" is in the middle of the display, should that be deleted? I cut and pasted the reverse
video for "Details" over to where "text" was located to help signify that was an active function.
I removed the toggle key next to the 'on/off' switch on the AI artwork making the keypad's
"number 1", the key for switching between 1) text mode, 2) # mode, and 3) menu mode. In menu
mode, we should be able to switch the language from "English" to any others that may be
available, i.e. Spanish, Japanese, etc.
I had to change the type size from 12 points to 11 points for "CHANNEL, DETAILS, ETC"
because it was too wide as all caps. TO-U artwork facing right is also attached - More to come
later.
Matt
> *David Hench <d_hench@pacbell.net>* wrote:

> Dear Matt,

> This didn't zip down very much.

> Sincerely,
> Dave > ATTACHMENT part 2 application/vnd.ms-powerpoint name=02-0322aDemo.ppt

---

Do You Yahoo!?
Yahoo! Movies - coverage of the 74th Academy Awards.

YAHOO! MAIL
Classic

RE: 02-0322C   Friday, March 22, 2002 7:54 PM
From: "David Hench" <d_hench@pacbell.net>
  To: "Matt O'Malley" <mtoski@yahoo.com>

Dear Matt,

I'll implement the changes in the morning. The "Hi" is just a text for modes like "Channel". Text gets replaced.

Sincerely,
Dave

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> **Sent:** Friday, March 22, 2002 4:41 PM
> **To:** David Hench
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>
> Dave,
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> because it was too wide as all caps. TO-U artwork facing right is also attached - More to come
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> Matt
> ***David Hench <d_hench@pacbell.net>*** wrote:

>> Dear Matt,
>>
>> This didn't zip down very much.
>>
>> Sincerely,
>> Dave > ATTACHMENT part 2 application/vnd.ms-powerpoint name=02-0322aDemo.ppt

---

YAHOO! MAIL
Classic

Re: Touching Base   Friday, March 22, 2002 11:20 PM

From: "Jebb Dykstra" <jebb@techsectorlaw.com>
  To: "Matt O'Malley" <mtoski@yahoo.com>

Matt,
I look forward to hearing about the updates.

Jebb Dykstra

----- Original Message -----
From: Matt O'Malley
To: Jebb Dykstra
Sent: Friday, March 22, 2002 4:46 PM
Subject: Re: Touching Base

Jebb,
I spent the last two days with David at his house and today I am home working on changes to our presentation from my end. More details to come later.
Matt

Jebb Dykstra <jebb@techsectorlaw.com> wrote:

Matt,
Good news -- I am glad you're back. Bad news -- I am sorry you have back problems to deal with. That really is painful.

Let's talk tomorrow morning around 9 or 10 AM. Let's discuss the filings to register the corporation Telabout. This is a fun first step.

Jebb Dykstra
Technology Sector Law

----- Original Message -----
From: Matt O'Malley
To: Jebb Dykstra
Sent: Monday, March 18, 2002 4:13 PM
Subject: Re: Touching Base

Jebb,
Yes, I am back. Unfortunately, I am having problems with a disc in my back and I am now wearing a brace, but I don't foresee this slowing anything down. I will be seeing a doctor tonight and hopefully getting a prescription.
Matt

Jebb Dykstra <jebb@techsectorlaw.com> wrote:

Matt,
Are you back yet? How're you doing? Are you still alive? Let me know when you are ready to touch base again.

Jebb Dykstra
Technology Sector Law

YAHOO! MAIL
Classic

Re: Touching Base   Friday, March 22, 2002 4:46 PM

From: "Matt O'Malley" <mtoski@yahoo.com>

   To: "Jebb Dykstra" <jebb@techsectorlaw.com>

Jebb,

I spent the last two days with David at his house and today I am home working on changes to our presentation from my end. More details to come later.

Matt

Jebb Dykstra <jebb@techsectorlaw.com> wrote:

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>
> Good news -- I am glad you're back. Bad news -- I am sorry you have back problems to deal with.
> That really is painful.
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> Let's talk tomorrow morning around 9 or 10 AM. Let's discuss the filings to register the corporation
> Telabout. This is a fun first step.
>
> Jebb Dykstra
> Technology Sector Law
>
>> ----- Original Message -----
>> **From:** Matt O'Malley
>> **To:** Jebb Dykstra
>> **Sent:** Monday, March 18, 2002 4:13 PM
>> **Subject:** Re: Touching Base
>>
>> Jebb,
>> Yes, I am back. Unfortunately, I am having problems with a disc in my back and I am now wearing
>> a brace, but I don't foresee this slowing anything down. I will be seeing a doctor tonight and
>> hopefully getting a prescription.
>> Matt
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>> *Jebb Dykstra <jebb@techsectorlaw.com>* wrote:
>>
>>> Matt,
>>> Are you back yet? How're you doing? Are you still alive? Let me know when you are ready
>>> to touch base again.
>>>
>>> Jebb Dykstra
>>> Technology Sector Law
>>
>> ---
>>
>> **Do You Yahoo!?**
>> Yahoo! Sports - live college hoops coverage

Do You Yahoo!?

Yahoo! Movies - coverage of the 74th Academy Awards®

YAHOO! MAIL
Classic

RE: 02-0324b-MTOdemo   Monday, March 25, 2002 4:50 PM
From: "David Hench" <d_hench@pacbell.net>
   To: "Matt O'Malley" <mtoski@yahoo.com>

presentation came back again.

-----Original Message-----
From: Matt O'Malley [mailto:mtoski@yahoo.com]
Sent: Monday, March 25, 2002 3:46 PM
To: David Hench
Subject: RE: 02-0324b-MTOdemo

yes
   David Hench <d_hench@pacbell.net> wrote:

> Anything getting through?
>
> -----Original Message-----
> From: Matt [mailto:mtoski@yahoo.com]
> Sent: Sunday, March 24, 2002 5:04 PM
> To: Dave Hench
> Subject: 02-0324b-MTOdemo
>
>
> As you probably already know, the demo within this presentation does not
> work.

Do You Yahoo!?
Yahoo! Movies - coverage of the 74th Academy Awards.

YAHOO! MAIL
Classic

Jebb,
Thanks, I will try to attend the April 9th CalTIP session in Pasadena.
At last Thursday's LARTA session was David Sands of Akin, Gump, Strauss, Hauer & Feld; who gave an excellent talk regarding the current VC climate. Richard Funk who spoke about applying for SBIRs, something David Hench has been talking much about. So, it was somewhat ironic that Dave had come along with me. Dave spoke with Richard after the session and I believe he plans to follow up with him this week.
Fred Selby, President of Tech Coast Angels, spoke and agreed to lunch with me, as well as Jeffrey Starr, with Mission Ventures in San Diego - lots to do!
The problem is, Dave and I have spent the entire weekend working on having a sufficient demo and we didn't get as far as we had hoped - hopefully soon.
Also, while working the Paralympics in Salt Lake, one of the hockey announcers used to work with an old associate of mine, John Rieber. This gave me an excuse to call John, who is now one of the top executives at E! Entertainment Television. John said to call him for lunch once I got back (I still need to do). I have been trying to get ahold of someone who might be a good entre' to Fran Shea or Lee Masters (for TelAbout's Board of Advisors).
Matt

> **Jebb Dykstra <jebb@techsectorlaw.com>** wrote:
>
> Matt,
> Given the many LARTA events that you are attending, I am guessing that you are aware of their CAL TIP relationship. If not, check out the below possibility.
>
> Jebb Dykstra
> Technology Sector Law
>
>
> ----- Original Message -----
> **From:** Larta, the think tank for technology businesses
> **To:** jebb@jdykstra.com
> **Sent:** Friday, March 22, 2002 6:23 PM
> **Subject:** CalTIP - The venture fund of the state of California
>
>
> **Workshops from now until April 30 for companies seeking $250k grants from the State of California**
>
> [×]
>
> [×]
>
> California technology companies can receive up to $250,000 to bring their products to market. If you have been awarded or have applied for a federal R&D grant you are eligible for the California Technology Investment Partnership (CalTIP) matching grant. Last year, state officials awarded $2.4 million in grants.
>
> Larta will be hosting informational workshops to assist companies with their applications. These hands-on workshops will help guide you through the CalTIP process and increase your chance for success. You will receive:
> ~Essential tips that are not in the solicitation
> ~Information on the application process
> ~Advice from a former CalTIP winner: How the company applied, won and benefited
> ~Details about the review process, and tips to increase your chances for success
> Sign up for any of the five workshops below on Larta's website for $35.
> California Technology Investment Partnership (CalTIP) Applications are due by May 15th, 2002
> Find out more about the CalTIP Program at our workshops or at:
> www.Larta.org/CalTIP
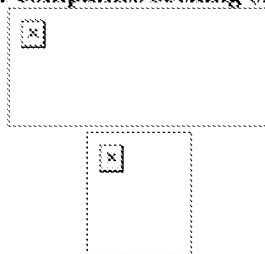
For questions, please contact Lynn Foster at LFoster@Larta.org or call (213) 743-4428.

CalTIP Workshop Schedule

March 26	March 27	April 3	April 9	April 20	April 24	April 30
8-noon	9-noon	8-noon	9-noon	9-noon	9-noon	9-noon
ETC Room	UCSB	N. County	Caltech	EC2@USC	UCI	EC2@USC
San Diego	Santa Barbara	San Diego	Pasadena	Los Angeles	Irvine	Los Angeles
register >	register >	register >	register >	register >	register >	register >

Workshops Sponsored By:
NASA Far West RTTC
&
O'Melveny & Myers LLP

If you received this newsletter from an alternate source and wish to subscribe to LA VOX, go to http://www.larta.org/register.htm
You are currently subscribed to larta as: jebb@jdykstra.com
To unsubscribe reply to this email with the word "remove" in the subject line.

pmguid7z txailxo

Do You Yahoo!?
Yahoo! Movies - coverage of the 74th Academy Awards®

YAHOO! MAIL
Classic

Plan   Tuesday, March 26, 2002 7:45 AM
From: "David Hench" <d_hench@pacbell.net>
  To: "Matt O'Malley" <mtoski@yahoo.com>

Dear Matt,

The next thing I send you will have only two slides: demo and demoart. You
will be able to pull whatever slides you want onto the demo. It is planned
to have:
1. rapid audio start capability,
2. button art,
3. function, numeric, menu modes,
4. second play button.

I much doubt if I can complete today but will certainly try for late
tomorrow.

Dave

YAHOO! MAIL
Classic

PowerPoint Demo   Tuesday, March 26, 2002 5:54 PM

From: "Matt O'Malley" <mtoski@yahoo.com>
To: "Jebb Dykstra" <jebb@techsectorlaw.com>

DID THE POWERPOINT DEMO COME THRU YESTERDAY?
Jebb Dykstra <jebb@techsectorlaw.com> wrote:

> Matt,
> Let me check my calendar. As I have mentioned, it is getting pretty busy. I'll get back to you on this in
> the next day or two. Thank you for the offer.
>
> Jebb Dykstra
> Technology Sector Law
>
>> ----- Original Message -----
>> **From:** Matt O'Malley
>> **To:** Jebb Dykstra
>> **Sent:** Tuesday, March 26, 2002 4:37 PM
>> **Subject:** Fwd: FW: SCTVF - April 18
>>
>> Jebb - Would you like to go to this with me? Also, did the Powerpoint demo come through? - Matt
>>   Note: forwarded message attached.
>
> **Do You Yahoo!?**
> Yahoo! Movies - coverage of the 74th Academy Awards®

Do You Yahoo!?
Yahoo! Movies - coverage of the 74th Academy Awards®

YAHOO! MAIL
Classic

Re: Futuredex.com	Thursday, March 28, 2002 2:37 PM
From: "Matt O'Malley" <mtoski@yahoo.com>	
To: "Jebb Dykstra" <jebb@techsectorlaw.com>	

Jebb,

cool - I will definitely check it out later. I am at
the office for the next couple of days working on a
Alpine Skiing show for ESPN.

Dave and I have made some neat progress on the demo
and I have trimmed down some of the powerpoint
presentation text - per our conversation last night.

Matt

--- Jebb Dykstra <jebb@techsectorlaw.com> wrote:
> Matt,
>
> Check the following website out --
> http://www.futuredex.com/. Read below for more
> details.
>
> Jebb Dykstra
>
> APRIL 10TH: FUTUREDEX MATCH-A-MILLION FUNDING
> COMPETITION
>
> The Futuredex Match-a-Million Spring 2002 funding
> competition is designed to match one company with a
> $1 Million equity investment. If you have a company
> or know of a company that has the right business
> idea with the right business model and management
> team, that company can walk away with $1 Million!
> Last year three companies were funded over $3
> Million as Match-a-Million Top Ten
>
> Finalists. REGISTRATION ends April 10, 2002.
> Register on our website at:
> http://www.futuredex.com/
>
>
>
>

TelAbout™

PROXIMITY-BASED INFORMATION & NETWORKS

Presentation & Functional Demonstration
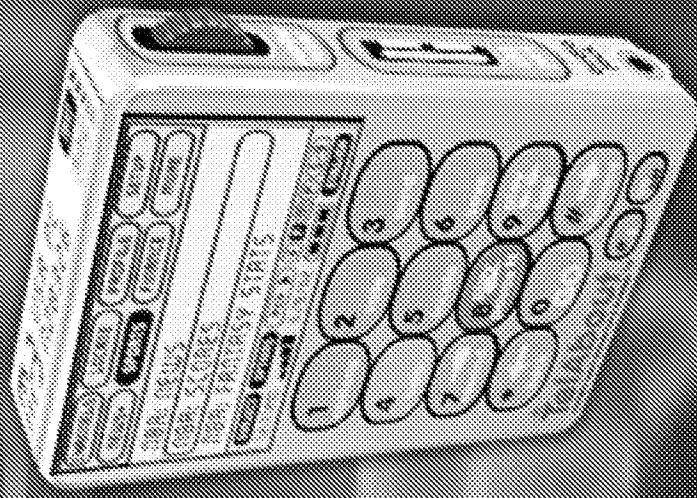
Presentation Overview

Slide	Subject
3	Company Overview
4	Management & Development Team
5-6	TelAbout's Main Components
7-8	Product & Service Overview
9-10	Product Demonstration
11-13	Product & Service Advantages
14	Competition & Their Barriers To Entry
15	TelAbout's Market Penetration Strategy
16-17	Marketing Statistics & Strategies
18	Revenue Model
19	Financial Projections
20	Capital Requirements
21	Conclusion

TelAbout™ Overview

TelAbout is...

- A Revolutionary Wireless Information Appliance,

- An End-to-End Delivery System that is <u>Not</u> Dependent on Cellular; and

- It will Provide Both Audio & Text Information Better, Faster, & Cheaper than any other Medium.

Management & Development Team
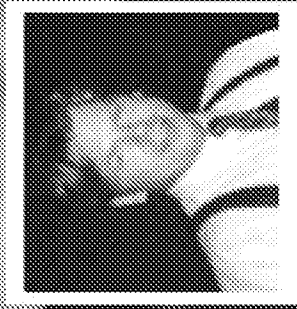
Matt O'Malley — TelAbout's Founder and Co-Inventor
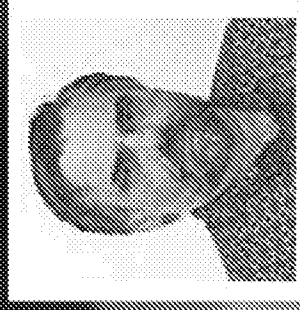
David Hench, Ph.D, PE — Product R&D Engineer and Co-Inventor
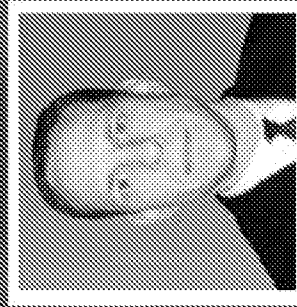
Jebb Dykstra — Business Development & General Councel

Frank Nebbeling — TelAbout Board of Advisor (Sr. VP-Reuters)

TelAbout's™ 5 Components
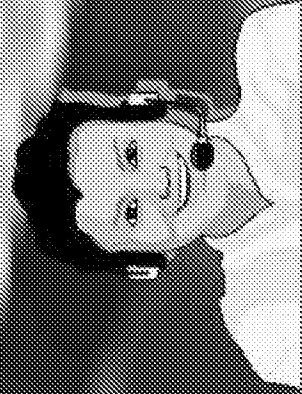
TCA
TelAbout Creative Agency
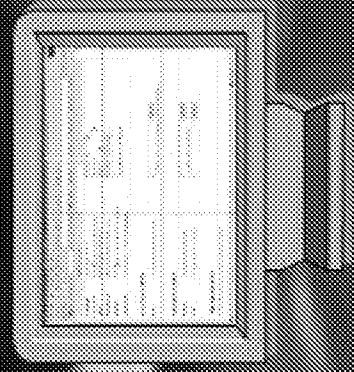
TCMS
TelAbout Content Mgmt. Software

TAP
TelAbout Access Point
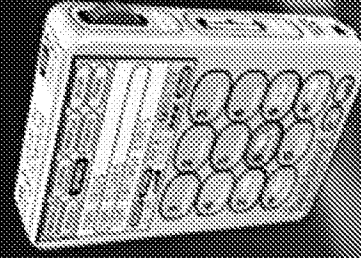
TO-U
TelAbout Operating Unit

The Internet Provides the Network, but TelAbout Provides the Interface

INTERNET

02-0407a-dhDemo

5

5 Main Components Diagram

Content Creation & Mgmt
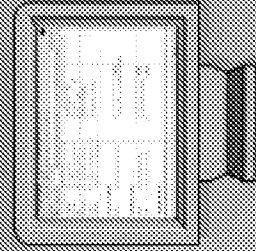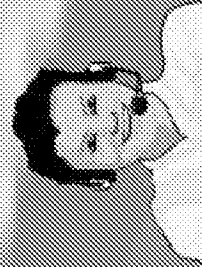
Remote Content Updates

1:TCA

2:TCMS

database
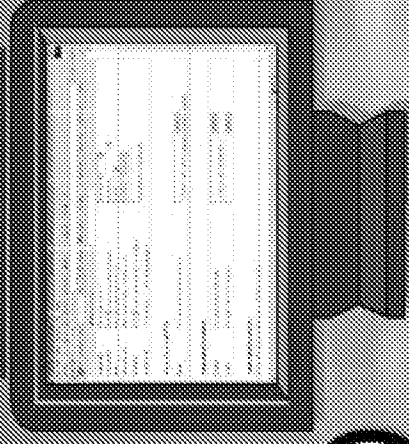
3:INTERNET

4:TAP

5:TO-U

database
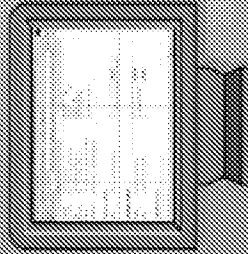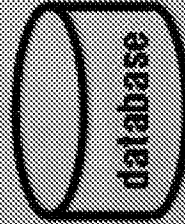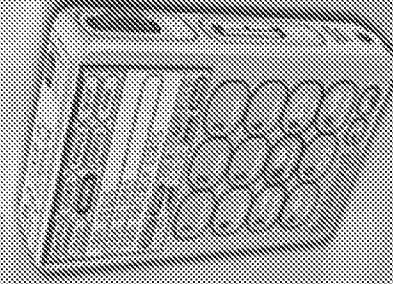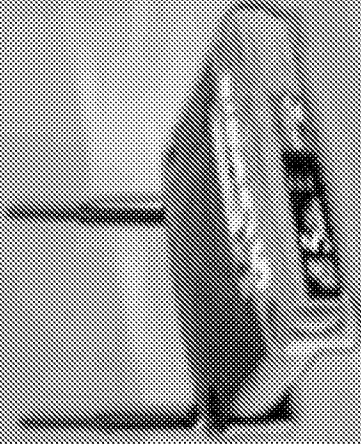
Installed Inside Businesses

End Users Possess Wireless Unit

Service Overview

"Proximity-Based Information™ (PBI)" –

Our Unique Ability to Provide Both Audio & Text Descriptions (or Meta-Data) about Your Immediate Surroundings or Environment

Local and National Content –

Such as News, Sports, Kids Education & Entertainment, Theater Info, Games, Music, Weather, & Financial News

Help Menus On –

How To Use, Details, or Location-Specific Help

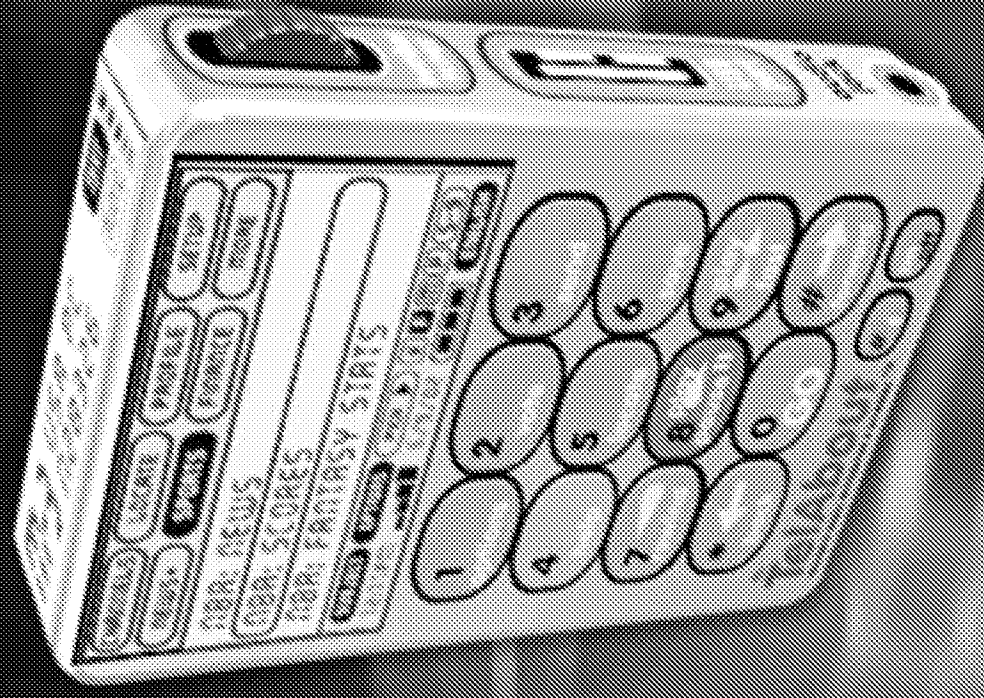## "Proximity-Based Menus™ (PBM)" –

Unique to each Environment

Product Overview

- **Audio Messages can be:**
  - Live
  - Streamed
  - Buffered
  - Saved

- **Keypad Modes**
  - Play, Pause, Rewind, FF (MP3 Audio)
  - Back, Forward, History, Save, & "Go"
  - Profiles (User Defined)
  - Options (1-Touch Info)
  - Languages
  - Locators (Text & Audio)
  - Profile & E-mail Exchanging
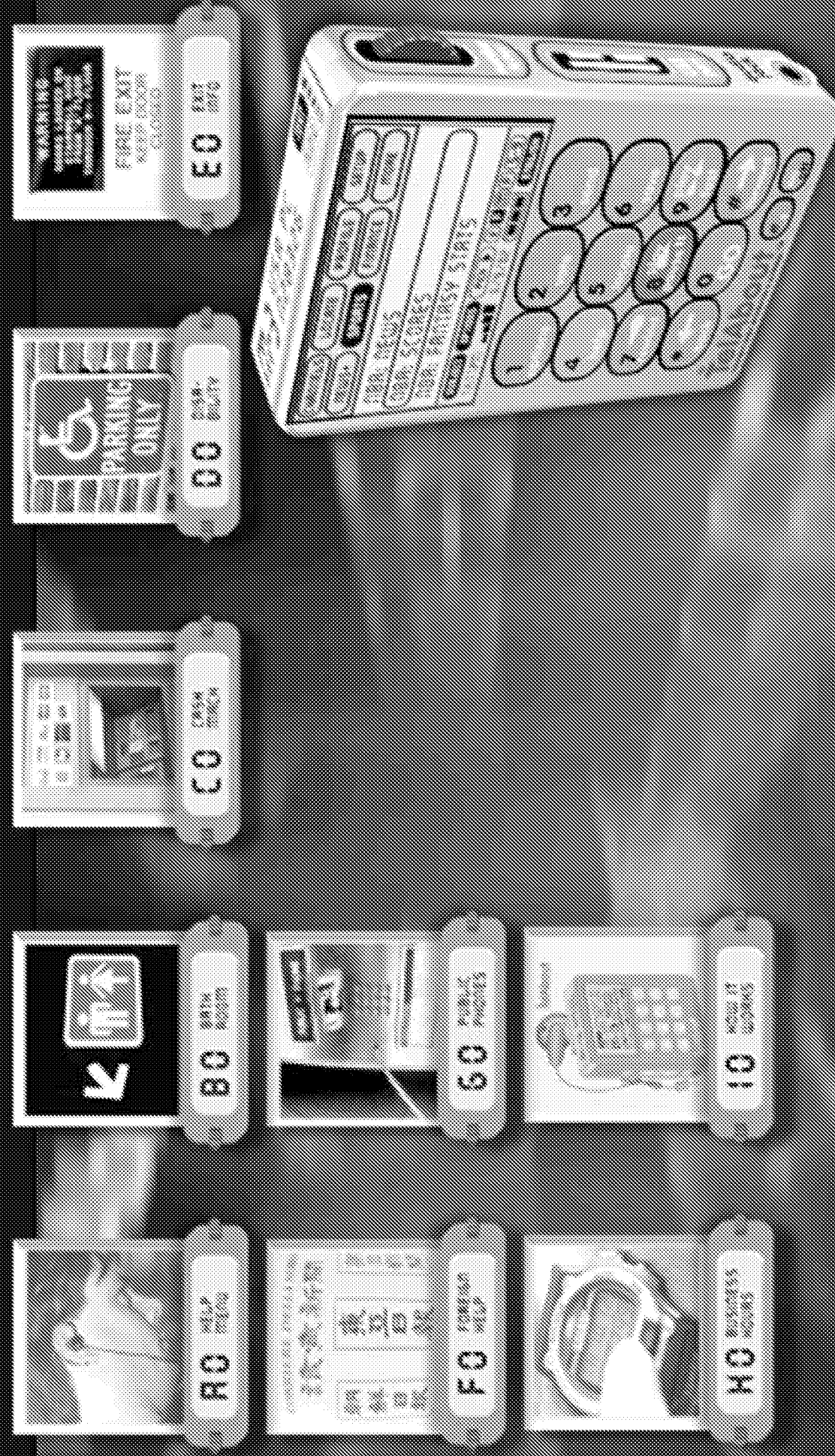 - Voting & Obtaining Polling Results
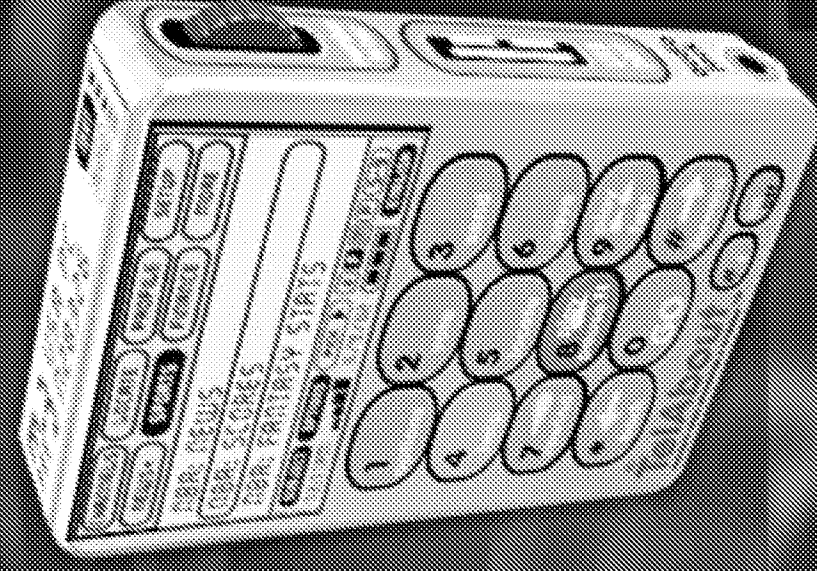
Functional Demonstration

A-G-L-O: Locators & Help

W,X,Y,Z: News, Music, Sports, Weather, & Financial News

02-0407a-dhDemo

Help & Locator Demonstration

W,X,Y,Z: News, Music, Sports, Weather, & Financial News

02-0407a-dhDemo

Proprietary Information

For End-Users

TelAbout Provides Information that:

- Is Faster and Easier to Access
- Can Be Accessed 24/7
- Will Benefit Both High-Tech & "No-Tech" Types
- Provides Accountability
- Is Interactively Pulled (Not A Push Medium)
- Interactive Feedback (Similar to Amazon.com)
- No Invading Consumer Privacy
- Is Virtually Free / No Cellular Contracts

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For Businesses

TelAbout Provides:

- Scalability (Within the Business & Markets)
- The Ability to Be Kept Up-to-date from Anywhere at Anytime
- Control of Content, Customer, & Exchange
- Training Applications & Cost Savings
- Real-time Ad Effectiveness & Measurements
- End-User Opinion Feedback & Marketing
- Data Without Invading Consumer Privacy
- Will Improve Sales & Customer Satisfaction via Its Product & Service Locators

Additional Advantages

- **No FCC Licensing**
  - ISM Band Benefits (2.4 Ghz License Free Spectrum / 802.11b)
  - ISM Band Issues (Privacy / Connection / Security)
- **Future Revenues & Capabilities**
  - Nationwide and Global Menu Standards
  - Local & Vertical Ad Insertion Capabilities
- **TelAbout Works for Businesses, Not Against**
  - It is in Businesses' Best Interest to Help Promote TelAbout
- **Word-of-Mouth vs. Costly Advertising**
- **First to Market / Lock-In**
- **Barriers to Entry** (Proprietary Hardware & Delivery)

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Proprietary Information

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Competition Overview

- Information Booths (vs. Experts)
- Kiosks (vs. Wireless)
- TV/DVDs & Listening Stations (vs. Artists)
- Sales People (vs. OEMs & Inventors)
- Packaging, Print, & P.O.P. Displays
- Internet - Hard-wired (vs. P.O.P. Decisions)
- TV & Radio - Terrestrial (Ad Limitations)
- Portable Audio Players: Walkmans, MP3s, Museum Audio Guides, Translators, etc.
- Wi-Fi, BlackBerrys, & Bluetooth Devices
- Dial-Up Services: Pronto & Tellme
- The "Wireless Web": Cellular & PDAs
- Satellite Radio: Sirius & XM Radio

Market Penetration Strategy

1. **First Beta-Test Site** — Museum or Sports Bar

2. **First Profit Center** — Trade Shows

3. **Beachhead/Geographic Focus (Not Vertical)** — Local Sports Bars, Sporting Events & Venues, Train Stations, Bus Terminals, & Airports (Public Exposure & Benefits)

4. **Same Area** — Theme Parks, Tours, Museums, Zoos, Real Estate, & Car Dealerships (Lock-In & Profitable)

5. **Same Area** — Local Businesses, Schools, & Training Facilities

6. **Areas Without Cellular, But Captive Audiences** — Cruise Ships, Ski Resorts, Race Tracks, Olympics, Etc.

7. **Retail in Densely Populated Areas** — Book Stores, Music Outlets, Video Rentals, Electronics, Hardware, Office Supplies, Grocery Warehouse Clubs, & Shopping Malls

Trade Show Statistics

- >7,000 Shows Annually Worldwide
- >60 Venues in US with >200k sq. ft.
- Las Vegas Hosts >112 Shows/Year
- In 2001, the LVCC Hosted 74 Shows, 68 k Exhibitors, & 1.8 m Attendees
- The Top 16 LVCC Shows Account for 45 k Exhibitors & 1.5 m Attendees
- These Trade Show Exhibitors Spend on an Average $5 k per 4 Day Event
- LVCC Attendees only account for $4.4 b in Non-Gambling Expenditures/Year